

(Updated as Approved by ROS on 8th November 2022)

**PERSATUAN GASTROENTEROLOGI DAN HEPATOLOGI MALAYSIA
(Malaysian Society of Gastroenterology and Hepatology)**

ARTICLE 1 - Name and Place of Business

- i) The name of the Society shall be the “Persatuan Gastroenterologi dan Hepatologi Malaysia” (“Malaysian Society of Gastroenterology and Hepatology”) hereafter referred to as “The Society”.
- ii) The place of the business of the Society is at Unit 1.6, Level 1, Enterprise 3B, Technology Park Malaysia, Jalan Inovasi 1, Bukit Jalil, 57000 Kuala Lumpur or at such other place as may from time to time be decided by the Committee; and the postal address is Unit 1.6, Level 1, Enterprise 3B, Technology Park Malaysia, Jalan Inovasi 1, Bukit Jalil, 57000 Kuala Lumpur, Malaysia.
- iii) The registered place of business and proposal address shall not be changed without the prior approval of the Registrar of Societies.

ARTICLE 11 - Objectives

- i) To promote the art and science of Gastroenterology and Hepatology.
- ii) To implement regular training programme for doctors and paramedical staff in the various fields of Gastroenterology and Hepatology.
- iii) To disseminate knowledge and educate doctors, paramedical staff and the public on common Gastroenterological and Hepatobiliary problems in the country.
- iv) To encourage and co-ordinate scientific research, teaching and publication for the improvement and upgrading of diagnosis and management of Gastro-intestinal and Hepatobiliary diseases.
- v) To seek affiliation with International bodies to ensure best possible exchange of information in the field of Gastroenterology and Hepatology.
- vi) To represent and advocate matters pertaining to the fraternity as the Society deems fit.

ARTICLE 111 – Membership

The Society shall consist of Ordinary, Life, Associate, Sustaining and Honorary members.

i) **Ordinary Membership**

Ordinary membership shall consist of registered medical practitioners with subspecialty qualifications and training in disciplines related to the practice of

Gastroenterology and Hepatology and who are interested in the objectives of the Society

ii) **Life Membership**

Open to all Ordinary Members with at least two years ordinary membership of good standing.

iii) **Associate Membership**

Associate membership shall consist of registered medical practitioners who are interested or engaged in the practice of in Gastroenterology or Hepatology and who are interested in the objectives of the Society.

iv) **Affiliate Membership**

Affiliate membership shall be open to scientists and allied health professionals who are interested in Gastroenterology or Hepatology and the objectives of the Society.

v) **Sustaining Membership**

A sustaining member is an organisation which upon the recommendation of the Executive Committee contribute RM10,000 per annum to the society.

The Executive Committee may from time to time elect as a sustaining member from any organisation, firm or company who has made application to the society indicating its interest or support for the society.

vi) **Honorary Membership**

Honorary membership may be conferred on persons who are distinguished in public life or who have rendered meritorious service to the medical or Allied Professions or to this Society.

vi) **Resignation and Termination of Membership**

a Any member of the Society may resign from the Society by giving to the Honorary Secretary, of the Society notice in writing to that effect, providing that any member giving such notice shall be liable to pay his subscription up and including the current year in which such notice was given.

b A member whose subscription is in arrears for 6 consecutive months and has been informed of the fact by AR registered post and has not paid up within two (2) calendar months of the posting of such a notice shall be deemed to have defaulted and shall cease to be member.

ARTICLE IV - Voting Rights

Voting rights shall be confined to the Ordinary and Life Members of good standing of the Society.

ARTICLE V - Election of Members

- i) Approval of Membership of the Society will be made by the Executive Committee of the Society.
- ii) All applications for Ordinary, Life, Associate, Affiliate and Sustaining Membership shall be made to the Society on such application forms as the Executive Committee shall prescribe from time to time. Applications for membership shall be proposed and seconded by two existing members of any category except for the application of ordinary membership; the proposer and seconder must be either ordinary or life members.
- iii) Honorary Members shall be elected at the Annual General Meeting of the Society upon the recommendations of the Executive Committee.

ARTICLE VI - Privileges of Members

Members shall be entitled and enjoy the privileges of members subject to payment in full of all subscriptions due and payable by members.

- i) To attend the Society's Annual General Meeting
- ii) To participate in all Society's activities which may from time to time be organised by the society.
- iii) To receive publication of the society.
- iv) To have the right to vote and to hold office and this right is given to the Ordinary Members and Life Members of good standing only.

ARTICLE VII - Subscriptions

Subscription shall be fixed by Executive Committee from time to time. No members whose subscription is in arrears shall be entitled to vote or to elect or may ballot for any election of members of Executive Committee.

- i) The Financial year shall start on the 1st January and end on the 31st of December.
- ii)
 - a The annual subscription for Ordinary Members shall be RM100.00.
 - b The annual subscription for Associate Members shall be RM50.00.
 - c The subscription for Life Members shall be RM1,000.00.
 - d The annual subscription for Affiliate Members shall be RM20.00.

- iii) Ordinary Members and Associate Members joining in the second half of the Financial year shall pay half the annual subscription in respect of the year.
- iv) The entrance fee shall be RM100.00 for Ordinary Members and RM50.00 for Associate Members.

ARTICLE VIII - Executive Committee

- i) The Management of the Society shall be in the hands of the Executive Committee consisting of :-
 - a President
 - b Immediate Past President
 - c President-Elect
 - d Honorary Secretary
 - e Honorary Treasurer
 - f Five Ordinary Committee members
- ii) The Executive Committee, except the Immediate Past President, shall be elected every two (2) years at alternate Annual General Meeting or at an Extraordinary General Meeting if all Members of the Executive Committee resign during the year.
- iii) All members of Executive Committee and every officer performing executive functions in the Society shall be Malaysian citizens.
- v) Nominations for the positions of President-Elect, Honorary Secretary and Honorary Treasurer should be made in writing by Ordinary or Life Members in accordance to eligibility criteria set by the Society and must reach the Society not later than two weeks before the AGM.

Process for nomination: Nomination papers will be provided by the Secretariat at least one month before the AGM of the election year. The Nomination papers shall contain the name of nominee, position contested (each nominee may contest up to three positions at each election), a brief statement of interest, consent by the nominee and duly proposed and seconded by Society members with voting rights.

This document shall be delivered by email (in PDF format) or post to the secretariat to reach the presiding President/secretariat no later than two weeks before the AGM.

The Nomination papers shall be vetted for eligibility and finalized for election by a Committee chaired by the immediate past president, and two other members. The Honorary Secretary shall inform members of the nominated names not less than one week before the AGM.

Voting at the Annual General Meeting

- a. Voters at the AGM must be Ordinary or Life Members of good standing.
- b. The nominees must be present during the AGM.

- c. The nominations and voting of the remaining five committee members will be carried out during the AGM.

Eligibility criteria for positions in the Executive Committee – must be Life Member or Ordinary Member in good standing.

ARTICLE IX - Duties of office bearers

i) President

- a Shall preside at all business meeting of the Society
- b Shall have a casting vote in addition to his normal vote.

ii) President-Elect

- a In the event of absence of the President, the President-Elect shall preside at the meeting. In the absence of both the President and President-Elect, the committee shall elect one Executive Committee Member to preside at the meeting.

iii) Honorary Secretary

- a Shall be responsible for the management of the Society.
- b Shall convene all meeting of the Society
- c Shall keep a detailed register of Members
- d Shall prepare the Annual Report which shall be circulated to members one week before the Annual General Meeting of the Society.
- e Shall keep minutes of all the business meetings of the Society.

iv) Honorary Treasurer

- a Shall sign all cheques which will have to be countersigned by the President or Honorary Secretary.
- b Shall keep an account of all business transactions by the Society.
- c Shall prepare the Audited Statement of Accounts which shall be circulated to members one week before the Annual General Meeting of the Society.
- d Shall collect annual subscription from members.

- v) Ordinary Committee Members shall generally assist in the management of the Society.

vi) Immediate Past President

- a Shall give counselling advice to the incumbent President and members of the Executive Committee.
- b Shall provide continuity in representing the Society.

- vii) The Executive Committee shall organise and make decisions on the activities and other matters of the Society according to the Society's constitution and standard operating procedures/policies when available and applicable.

ARTICLE X - Vacancy

The Executive Committee shall have the right to fill any vacancy of office that may occur during their term of office.

ARTICLE XI - Meetings

a) Annual General Meeting

- a The Annual General Meeting shall be held as soon as possible after the close of each financial year and in any case before the 31st August every year on a date and at the time to be decided by the Executive Committee. The business of the Annual General Meeting shall be :-
- a To receive the Executive Committee's report on the working of the Society during the previous year.
 - b To receive the Honorary Treasurer's report and the audited accounts of the Society for the previous year.
 - c To elect a committee and to appoint two Honorary Auditors for a term of two years.
 - d To deal with other such matters as may be put before it.
- b. Preliminary Notice of the Annual General Meeting with the date, time and venue and asking for motions for discussions at the meeting, proposal for amendments to the constitution and other matters to be included in the Agenda, shall be sent to all members by the Honorary Secretary not less than 21 days before the date for the Annual General Meeting.
- c Motions, proposal, proposed amendments to the Constitution and other matters to be included in the Agenda must be sent by members to reach the Honorary Secretary not later than 2 weeks before the date fixed for the meeting.
- d The Honorary Secretary shall circulate to all members the audited Statement of Accounts and Annual Report one week before the Annual General Meeting.
- e The Honorary Secretary shall forward to all members not less than 7 days before the date fixed for the meeting, the Agenda including:-
- any motions proposed by members,

- proposed amendments to the Constitutions and
- any other matters requested by members.

ii) **Extraordinary General Meeting**

An Extraordinary General Meeting shall be convened:-

- a By the Executive Committee when they shall deem it necessary if desirable; or
- b At the request in writing of not fewer than half the voting membership, stating the objects and reasons for such a meeting.

An Extraordinary General Meeting shall be convened within thirty days of the receipt of such requisition.

Notice and agenda for an Extraordinary General Meeting shall be forwarded by the Honorary Secretary to all members not later than two weeks before the date fixed for the meeting.

The quorum at an Annual General Meeting shall apply also to an Extraordinary General Meeting. If no quorum is present after an hour from the time appointed for an Extraordinary General Meeting, the Meeting shall be cancelled, and no Extraordinary General Meeting shall be requisitioned for the same purpose until after the lapse of three months from the date of the Meeting.

iii) **Executive Committee Meetings**

The Executive Committee Meeting shall be held at least once every four months or as and when necessary and 7 days notice of each meeting shall be given to the members. The President acting alone, or not less than three of its members acting together may call for a meeting of the Committee to be held at any time.

iv) **Honorary Auditors**

Two Honorary Auditors shall be elected at the respective Annual General Meeting. These two persons shall be members of the Society but they shall not be members of the Executive Committee. They are required to audit the accounts of the Society for the year, and to prepare a report or certificate for the Annual General Meeting

- v) The General Meetings and Executive Committee Meetings with or without voting may be conducted wholly or partially on physical or digital platforms.

ARTICLE XII - Quorum

- i) The quorum at all Executive Committee Meetings shall be not less than five and must include the President and/or the President-Elect.

- ii) The quorum at all Annual and Extraordinary General Meeting shall be the voting members present representing twice the total number of the Executive Committee Members.
- iii) In the event of a lack of quorum at the Annual General Meeting the meeting shall be postponed to a date not earlier than two weeks and not later than four weeks from the date of the cancelled meeting.
- iv) If an hour after the time appointed for the postponed Annual General Meeting a quorum is not present, the members present shall proceed with the meeting but have no power to alter the rules of the Society or to make decisions affecting the whole membership.

ARTICLE XIII - Amendments to the Constitution

Amendments to the Constitution shall be passed if at least two thirds of the Ordinary Members present at the Annual General Meeting of the Society vote in favour of the amendments. No amendments shall be operative without the prior approval of the Registrar of Societies. Notice of the proposed alteration must be made in writing at least sixty (60) days before the meeting to the Honorary Secretary who shall notify all members of the proposal at least twenty eight (28) days before the meeting. Any amendment to the rules shall be forwarded to the Registrar of Societies within 28 days of being passed by the General Meeting.

ARTICLE XIV - Suspension and/or Dismissal

On joining the Society, it is implied that the member undertakes to comply with the rules. Any refusal or neglect to do so or misconduct which in the opinion of the Executive Committee is unworthy of a member shall render such a member liable to expulsion or suspension by the Executive Committee.

The Executive Committee shall ascertain the grounds of the complaint. An independent inquiry committee may also be convened. Upon the recommendations on the appropriate action, the Honorary Secretary of the Society shall provide the said member in writing of the complaint made against him/her; specifying the period within which he/she is required to answer. The Executive Committee shall be entitled to make the decision upon receiving the information or on the expiry of the period given whichever comes first.

ARTICLE XV – Publications

The Annual General meeting or Executive Committee shall decide on the approved publication of the Society.

ARTICLE XVI - Press Release

No press release and no communication to any public body or government except by:-

- a President of the Society
- b Honorary Secretary unless authorised by the Executive Committee of the Society.

ARTICLE XVII - Financial Provisions

- i) The Honorary Treasurer may hold a petty cash advance not exceeding RM3,000.00 at any one time. All money in excess of this sum within 7 days of receipt be deposited in a bank approved by the Executive Committee. The bank account shall be in the name of the Society.
- ii) No expenditure exceeding RM10,000.00 at any one time shall be incurred without the prior sanction of the Executive Committee and no expenditure RM100,000.00 in any month shall be incurred without the prior sanction of a general meeting. Expenditure less than RM10,000.00 may be incurred by the President together with the Honorary Secretary or the Honorary Treasurer.

ARTICLE XVIII - Affiliation

The Society may be affiliated or associated with international societies of Gastroenterology and Hepatology outside Malaysia, devoted to the objectives substantially similar to those of the Society. Any step in this direction shall be taken by a decision of the Executive Committee and consent by a General Meeting.

ARTICLE XIX - Dissolution

- i) The Society shall be dissolved only with the consent of at least four fifths of its registered voting members present at an Annual General Meeting or an Extraordinary General Meeting convened for the purpose.
- ii) In the event of dissolution, the balance of the funds shall be disposed off in such manner as may be determined by a majority vote at a General Meeting convened for this purpose.
- iii) Notice of dissolution shall be forwarded to the Registrar of Society within 14 days its dissolution.

ARTICLE XX - Prohibition

- i) No university or university-college students can be allowed to be a member of the Society without the prior approval from the Vice-Chancellor of the University concerned.